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Attorneys for Defendants and Counterclaim Plaintiffs

WORKBRAIN, INC. and WORKBRAIN CORP.

IN THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

PARK CITY GROUP, INC., a Delaware corporation,

Plaintiff,

WORKBRAIN, INC., a Delaware corporation; and WORKBRAIN CORPORATION, a Canadian corporation,

Defendants.

WORKBRAIN, INC., a Delaware corporation; and WORKBRAIN CORPORATION, a Canadian corporation,

Counterclaim Plaintiffs,

PARK CITY GROUP, INC., a Delaware corporation,

Counterclaim Defendant.

NOTICE OF VOLUNTARY DISMISSAL WITH PREJUDICE

Case No. 2:06cv289-DB

The Honorable Dee Benson

Pursuant to Federal Rule of Civil Procedure 41(a)(1), Counterclaim Plaintiffs Workbrain, Inc. and Workbrain Corp. hereby dismiss with prejudice all causes of action alleged against Counterclaim Defendant Park City Group Inc. in their counterclaims filed May 16, 2006.

Dated: April 15, 2008

Respectfully submitted,

KEKER & VAN NEST LLP

Bv:

Ma<u>rk Le</u>mley Brian Ferrall Sandeep Mitra Benjamin Berkowitz

Attorneys for Workbrain, Inc. and Workbrain Corp..

AGREED & ACCEPTED:

Dated: April 15, 2008

STOEL RIVES LLP

By:

Marc T. Rasich Kory Christensen David L. Mortensen D.J. Williams Mathew C. Phillips

Attorneys for Park City Group, Inc.